UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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CONVOLVE, INC. AND MASSACHUSETTS   1:00-cv-05141 (GBD) (JCF)
INSTITUTE OF TECHNOLOGY,

      Plaintiffs,

v.

COMPAQ COMPUTER CORP. AND
SEAGATE TECHNOLOGY LLC,

      Defendants.

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DECLARATION OF MARK D. SHERIDAN

      I, Mark D. Sheridan, declare and state as follows:

1.   I am admitted to practice before this Court. I am a partner of the law firm of Patton Boggs LLP, and serve as counsel for National Union Fire Insurance Company Of Pittsburgh, Pa ("National Union") and American International Underwriters Company ("AIU") in connection with a lawsuit titled National Union Fire Insurance Company of Pittsburgh, Pa et al. v. Seagate Technology Inc., Case No. 04-01593, pending in the United States District Court for the Northern District of California.. I submit this Declaration in Support of National Union's and AIU's Memorandum of Law In Support Of Their Motion to Intervene Pursuant to Fed. R. Civ. P. 24(b)(1)(B).

2.   Attached hereto as Exhibit 1 is a true and correct copy of Plaintiff Convolve, Inc.'s Opposition to the Insurers' Motion to Intervene for Purposes of Amending the Protective Order, dated May 12, 2006 and filed in the matter *Convolve, Inc. and Massachusetts Institute of Technology v. Compaq Computer Corp. and Seagate Technology, Inc.*, No. 00-cv-5141-GBD-JCF (S.D.N.Y.).

3.   Attached hereto as Exhibit 2 is a true and correct copy of a June 27, 2006 Order issued by the Hon. George B. Daniels, U.S.D.J. in the matter *Convolve, Inc. and Massachusetts Institute of Technology v. Compaq Computer Corp. and Seagate Technology, Inc.*, No. 00-cv-5141-GBD-JCF (S.D.N.Y.).

4.   Attached hereto as Exhibit 3 is a true and correct copy of July 18, 2007 Order Granting Plaintiffs' Motion for Summary Judgment Terminating the Court-Ordered Duty to Defend issued by the Hon. James Ware, U.S.D.J. in the matter *National Union Fire Insurance Co., et al. v. Seagate Technology, Inc.*, NO. 04-cv-01593-JW (N.D. Ca.).

5.   Attached hereto as Exhibit 4 is a true and correct copy of the January 20, 2012 Memorandum issued in the United States Court of Appeals for the Ninth Circuit, in the matter *National Union, et al. v. Seagate Technology, Inc.*, Nos. 10-17194, 10-17215 (9th Cir.).

6.   Attached hereto as Exhibit 5 is a true and correct copy of the January 26, 2006 Order Granting Motion to Continue Hearing on Cross-Motions for Summary Judgment; Denying Motion to Stay Order of April 4, 2005; Denying Objection to Magistrate Judge's November 1, 2005 Order issued by the Hon. James Ware, U.S.D.J. in the matter *National Union Fire Insurance Co., et al. v. Seagate Technology, Inc.*, NO. 04-cv-01593-JW (N.D. Ca.).

7.   Attached hereto as Exhibit 6 is a true and correct copy of the March 29, 2006 Order Requiring Plaintiffs to Move to Intervene in Underlying Action to Seek Modification of Protective Order issued by the Hon. Howard R. Lloyd, U.S.M.J. in the matter *National Union Fire Insurance Co., et al. v. Seagate Technology, Inc.*, NO. 04-cv-01593-JW (N.D. Ca.).

8.   Attached hereto as Exhibit 7 is a true and correct copy of the April 28, 2006 Protective Order Governing Treatment of Materials Produced in Discovery as amended and issued by the Hon. Howard R. Lloyd, U.S.M.J. in the matter *National Union Fire Insurance Co., et al. v.*

Seagate Technology, Inc., NO. 04-cv-01593-JW (N.D. Ca.).

9.   Attached hereto as Exhibit 8 is a true and correct copy of a May 31, 2012 letter from

Robert E. Freitas to Jennifer Sigman.

10.   Attached hereto as Exhibit 9 is a true and correct copy of the transcript of the

proceedings had on December 7, 2005 in the matter *Convolve, Inc. and Massachusetts Institute*

of Technology v. Compaq Computer Corp. and Seagate Technology, Inc., Civil Action No. 00-

cv-5141 (S.D.N.Y.), before the Hon. George B. Daniels, U.S.D.J.

        I declare under penalty of perjury that the foregoing is true and correct to the best of my

knowledge.

Dated: July 13, 2012   *s/ Mark D. Sheridan*
                                                            Mark D. Sheridan